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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation
THE COUSINS FOUNDATION, INC.

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
3445 PEACHTREE ROAD, SUITE 175

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30326

G Check all that apply
☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 45,914,196. (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
58-6043765

B Telephone number
(404) 233-4339

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
 2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(c)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		362,294.		N/A	
2 Check ☐ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		278,589.	278,589.		STATEMENT 1
4 Dividends and interest from securities		425,295.	425,295.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,140,941.			
b Gross sales price for all assets on line 6a		4,234,381.			
7 Capital gain net income (from Part IV, line 2)			1,140,941.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit (loss)					
11 Other income		305,490.	305,490.		STATEMENT 3
12 Total. Add lines 1 through 11		2,512,609.	2,150,315.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,500.	0.		4,500.
c Other professional fees					
17 Interest					
18 Taxes		13,506.	13,506.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		468,573.	465,323.		3,250.
24 Total operating and administrative expenses. Add lines 13 through 23		486,579.	478,829.		7,750.
25 Contributions, gifts, grants paid		981,638.			981,638.
26 Total expenses and disbursements. Add lines 24 and 25		1,468,217.	478,829.		989,388.
27 Subtract line 26 from line 12		1,044,392.			
a Excess of revenue over expenses and disbursements			1,671,486.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	358,805.	1,319,975.	1,319,975.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 309,795.			
	Less: allowance for doubtful accounts ▶ 100,000.	240,455.	209,795.	209,795.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	39,193,635.	44,384,426.	44,384,426.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	39,792,895.	45,914,196.	45,914,196.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	476,470.	29,625.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ ACCRUED EXPENSES)	4,500.	0.	
23 Total liabilities (add lines 17 through 22)	480,970.	29,625.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	103,917.	103,917.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	39,208,008.	45,780,654.	
	30 Total net assets or fund balances	39,311,925.	45,884,571.	
31 Total liabilities and net assets/fund balances	39,792,895.	45,914,196.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	39,311,925.
2 Enter amount from Part I, line 27a	2	1,044,392.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	6,098,210.
4 Add lines 1, 2, and 3	4	46,454,527.
5 Decreases not included in line 2 (itemize) ▶ BOOK TO TAX ADJUSTMENT	5	569,956.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,884,571.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 4,234,381.		3,093,440.	1,140,941.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,140,941.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	1,140,941.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	2,135,404.	38,132,519.	.056000
2011	2,143,441.	38,556,096.	.055593
2010	1,337,304.	36,620,621.	.036518
2009	3,057,327.	33,797,771.	.090459
2008	3,717,820.	50,684,129.	.073353

2 Total of line 1, column (d)	2	.311923
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.062385
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	42,637,038.
5 Multiply line 4 by line 3	5	2,659,912.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,715.
7 Add lines 5 and 6	7	2,676,627.
8 Enter qualifying distributions from Part XII, line 4	8	989,388.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	33,430.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	33,430.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	33,430.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	30,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	40,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,570.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 6,570. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► LAURA WHITAKER Telephone no. ► 404-233-4339 Located at ► 3445 PEACHTREE RD, STE 175, ATLANTA, GA ZIP+4 ► 30326			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2013)

Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	41,889,331.
b	Average of monthly cash balances	1b	1,397,002.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	43,286,333.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	43,286,333.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	649,295.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	42,637,038.
6	Minimum investment return. Enter 5% of line 5	6	2,131,852.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,131,852.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	33,430.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	8,095.
c	Add lines 2a and 2b	2c	41,525.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,090,327.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,090,327.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,090,327.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	989,388.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	989,388.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	989,388.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,090,327.
2 Undistributed Income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	105,090.			
c From 2010				
d From 2011	245,632.			
e From 2012	236,740.			
f Total of lines 3a through e	587,462.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	989,388.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				989,388.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	587,462.			587,462.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				513,477.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT A				981,638.
Total			▶ 3a	981,638.
b Approved for future payment				
SEE STATEMENT B				29,625.
Total			▶ 3b	29,625.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | |
|--|-------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | <p>Yes</p> |
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	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☒ Yes ☐ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
EAST LAKE HOLDINGS, INC.	501 (C)(2)	SEE STATEMENT 11
EAST LAKE SHOPPING CENTER, INC.	501 (C)(2)	

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see Instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

LEIGHANN H. COSTLEY

Firm's name ► **FRAZIER & DEETER, L.L.C.**

Firm's address ► 600 PEACHTREE STREET, SUITE 1900
ATLANTA, GA 30308

Firm's EIN ► 58-1433845

Phone no. (404) 253-7500

Form **990-PF** (2013)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

THE COUSINS FOUNDATION, INC.

Employer identification number

58-6043765

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization THE COUSINS FOUNDATION, INC.	Employer identification number 58-6043765
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	COUSINS CHARITABLE LEAD ANNUITY TRUST ATLANTA, GA	\$ 362,294.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE COUSINS FOUNDATION, INC.	58-6043765

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
THE COUSINS FOUNDATION, INC.	58-6043765

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

COUSINS FOUNDATION, INC.
FEI #58-6043765
December 31, 2013

GRANTS AND CONTRIBUTIONS-CASH

American Jewish Committee Atlanta, GA	1,500
Anti-Defamation League Atlanta, GA	2,500
Atlanta Ballet Atlanta, GA	30,000
Boy Scouts of America Atlanta, GA	5,000
Christ Memorial Chapel Hobe Sound, FL	1,000
Chris Kids Atlanta, GA	5,000
The Craddock Center Cherry Log, GA	2,500
Darlington School Rome, GA	5,000
Dekalb History Center Atlanta, GA	500
Drew Charter School Atlanta, GA	500
Druid Hills Presbyterian Church Atlanta, GA	5,000
East Lake Foundation Atlanta, GA	494,113
Emory University Atlanta, GA	10,650
Filmmakers Collaborative, Inc. Waltham, MA	12,875
Georgia Campaign for Adolescent Pregnancy Prevention Atlanta, GA	30,000
Georgia Historical Society Atlanta, GA	5,000
Georgia Research Alliance Atlanta, GA	1,000
GSGA Foundation Marietta, GA	5,000
High Museum Atlanta, GA	25,000

COUSINS FOUNDATION, INC.
FEI #58-6043765
December 31, 2013

GRANTS AND CONTRIBUTIONS-CASH

Hebron Colony Ministries, Inc. Canton, GA	1,000
Hobe Sound Community Chest, Inc. Hobe Sound, FL	10,000
Intergenerational Resource Center Atlanta, GA	1,500
Jupiter Island Medical Clinic Hobe Sound, FL	12,500
Jupiter Medical Center Foundation Hobe Sound, FL	25,000
Leukemia & Lymphoma Society Atlanta, GA	500
Linville Foundation Linville, NC	10,000
Marion Medical Mission Marion, IL	225,000
Medgar & Myrle Evers Institute Jackson, MS	5,000
Midtown Assistance Center Atlanta, GA	5,000
Mount Vernon United Methodist Church Atlanta, GA	500
Park Pride Atlanta, GA	1,000
Page Foundation Atlanta, GA	2,500
Path Foundation Atlanta, GA	1,000
Penland School of Crafts Penland, NC	4,000
Woodruff Arts Center Atlanta, GA	10,000
YMCA of Avery County Linville, NC	25,000
Total cash grants	<u>981,638</u>

STATEMENT A

COUSINS FOUNDATION, INC.
FEI #58-6043765
December 31, 2013

<u>Pledges Payable</u>	<u>Amount</u>
Filmmakers Collaborative, Inc. Waltham, MA	4,625
Jupiter Medical Center Foundation Jupiter , FL	25,000
Total	<u>29,625</u>

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FROM SCHEDULE K-1'S	P	VARIOUS	VARIOUS
b	SANDERSON INTERNATIONAL VALUE	P	VARIOUS	VARIOUS
c	PIMCO CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
d	CPI CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
e	NORTHERN TRUST #26-32758	P	VARIOUS	VARIOUS
f	NORTHERN TRUST #26-32758	P	VARIOUS	VARIOUS
g	WESTFIELD CAPITAL MANAGEMENT REDEMPTION	P	VARIOUS	VARIOUS
h	NORTHERN TRUST #26-64460	P	VARIOUS	VARIOUS
i	NORTHERN TRUST #26-64460	P	VARIOUS	VARIOUS
j	NORTHERN TRUST #26-70483	P	VARIOUS	VARIOUS
k	NORTHERN TRUST #26-70483	P	VARIOUS	VARIOUS
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 427,436.			427,436.
b 5,362.			5,362.
c 7,751.			7,751.
d 6,907.			6,907.
e 5,239.		3,653.	1,586.
f 1,758,974.		1,352,142.	406,832.
g 1,230,802.		1,011,180.	219,622.
h 85,916.		80,170.	5,746.
i 421,523.		384,027.	37,496.
j 72,534.		50,571.	21,963.
k 211,937.		211,697.	240.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			427,436.
b			5,362.
c			7,751.
d			6,907.
e			1,586.
f			406,832.
g			219,622.
h			5,746.
i			37,496.
j			21,963.
k			240.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,140,941.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

2013 Tax Information Statement

Page 7 of 17
Ref: MSC

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
NONAMI ENTERPRISES, INC.
3445 PEACHTREE RD., NE SUITE 175
ATTN: PAULA COUEY
ATLANTA, GA 30326

Account Number: 26-32758
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales										
093001485	MFO WILLIAM BLAIR MUT FDS INC SMALL CAP GROWTH FD CL I	09/23/2013	12/19/2012	WBSIX	5,239.01	3,652.98	0.00	1,586.03	0.00	0.00
149.9000					5,239.01	3,652.98	0.00	1,586.03	0.00	0.00
Total Short Term Sales										
Long Term Sales										
093001485	MFO WILLIAM BLAIR MUT FDS INC SMALL CAP GROWTH FD CL I	09/23/2013	04/07/2011	WBSIX	1,257,973.52	898,038.33	0.00	359,935.19	0.00	0.00
35993.5200					1,257,973.52	898,038.33	0.00	359,935.19	0.00	0.00
411511306	HARBOR FDS INTL FD*	09/23/2013	04/25/2011	HAIX	167,000.00	156,704.00	0.00	10,296.00	0.00	0.00
2383.3300					167,000.00	156,704.00	0.00	10,296.00	0.00	0.00
411511306	HARBOR FDS INTL FD*	10/23/2013	Various	HAIX	167,000.00	148,097.01	0.00	18,902.99	0.00	0.00
2322.3500					167,000.00	148,097.01	0.00	18,902.99	0.00	0.00
411511306	HARBOR FDS INTL FD*	12/02/2013	05/25/2011	HAIX	167,000.00	149,302.56	0.00	17,697.44	0.00	0.00
2369.1300					167,000.00	149,302.56	0.00	17,697.44	0.00	0.00
Total Long Term Sales										
					1,758,973.52	1,352,141.90	0.00	406,831.62	0.00	0.00

This is important tax information and is being furnished to you.

2013 Tax Information Statement

Page 7 of 15
Ref: MSC

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-64460
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Stock or Other Symbol	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales									
237194105	DARDEN RESTAURANTS INC		DRI						
1150.0000	03/01/2013 04/09/2012			52,483.61	56,550.45	0.00	-4,066.84	0.00	0.00
009158106	AIR PRODUCTS & CHEMICALS INC COM		APD						
150.0000	08/07/2013 08/20/2012			15,993.92	12,690.50	0.00	3,303.42	0.00	0.00
931422109	WALGREEN CO		WAG						
290.0000	11/25/2013 12/19/2012			17,437.97	10,929.49	0.00	6,508.48	0.00	0.00
Total Short Term Sales									
				85,915.50	80,170.44	0.00	5,745.06	0.00	0.00
Long Term Sales									
397624107	GREIF INC.		GEF						
220.0000	01/22/2013 06/22/2011			10,352.70	14,452.00	0.00	-4,099.30	0.00	0.00
397624107	GREIF INC.		GEF						
140.0000	01/23/2013 06/22/2011			6,629.66	9,196.73	0.00	-2,567.07	0.00	0.00
397624107	GREIF INC.		GEF						
110.0000	01/24/2013 Various			5,182.61	7,155.96	0.00	-1,973.35	0.00	0.00
397624107	GREIF INC.		GEF						
160.0000	01/25/2013 05/18/2011			7,515.97	10,137.03	0.00	-2,621.06	0.00	0.00
397624107	GREIF INC.		GEF						
70.0000	01/28/2013 05/18/2011			3,289.48	4,434.95	0.00	-1,145.47	0.00	0.00

This is important tax information and is being furnished to you.

2013 Tax Information Statement

Page 8 of 15
Ref: MSC

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-64460
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Stock or Other Symbol	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
397624107	GREIF INC.	01/29/2013	GEF	4,697.25	6,335.64	0.00	-1,638.39	0.00	0.00
100.0000		05/18/2011							
397624107	GREIF INC.	01/30/2013	GEF	5,166.60	6,969.20	0.00	-1,802.60	0.00	0.00
110.0000		05/18/2011							
369550108	GENERAL DYNAMICS CORP	01/31/2013	GD	53,500.72	59,443.02	0.00	-5,942.30	0.00	0.00
800.0000		Various							
29265N108	ENERGEN CORP	02/15/2013	EGN	38,279.30	32,359.36	0.00	5,919.94	0.00	0.00
800.0000		09/22/2011							
29265N108	ENERGEN CORP	02/19/2013	EGN	4,790.74	4,044.92	0.00	745.82	0.00	0.00
100.0000		09/22/2011							
29265N108	ENERGEN CORP	02/20/2013	EGN	3,308.47	2,831.44	0.00	477.03	0.00	0.00
70.0000		09/22/2011							
29265N108	ENERGEN CORP	02/21/2013	EGN	5,548.71	4,853.91	0.00	694.80	0.00	0.00
120.0000		09/22/2011							
704326107	PAYCHEX INC	03/06/2013	PAYX	66,417.85	60,774.07	0.00	5,643.78	0.00	0.00
1970.0000		Various							
09247X101	BLACKROCK INC CL A	03/27/2013	BLK	17,919.30	12,566.53	0.00	5,352.77	0.00	0.00
70.0000		01/04/2012							

This is important tax information and is being furnished to you.

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 26-64460
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Page 9 of 15
Ref: MSC

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
G6852T105	PARTNERRE HLDG LTD COM STK			PRE					
860.0000	04/01/2013 Various			80,313.34	62,749.10	0.00	17,564.24	0.00	0.00
009158106	AIR PRODUCTS & CHEMICALS INC COM			APD					
600.0000	08/07/2013 Various			63,975.68	55,198.74	0.00	8,776.94	0.00	0.00
423452101	HELMERICH & PAYNE INC			HP					
180.0000	11/25/2013 09/24/2012			13,850.32	8,701.78	0.00	5,148.54	0.00	0.00
594918104	MICROSOFT CORP COM			MSFT					
420.0000	11/25/2013 01/20/2012			15,813.90	12,236.11	0.00	3,577.79	0.00	0.00
H0023R105	ACE LTD COM STK			ACE					
140.0000	11/25/2013 05/27/2011			14,349.82	9,586.60	0.00	4,763.22	0.00	0.00
Total Long Term Sales					420,902.42	384,027.09	36,875.33	0.00	0.00

This is important tax information and is being furnished to you.

2013 Tax Information Statement

Page 6 of 46
Ref: MSC

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales											
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1				CMO1						
133.5100	4.69834 DUE 09-19-2035 REG 01/22/2013 06/20/2012					133.51	133.51	0.00	0.00	0.00	0.00
02660TEA7	CMO AMERICAN HOME MTG INVT TR SER 2005-1CL I-A-3				CMO1						
477.6400	VAR RATE DUE 06-25-2045 01/25/2013 05/17/2012					477.64	477.64	0.00	0.00	0.00	0.00
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1				CMO1						
1262.4000	DUE 03-25-35 REG 01/25/2013 04/27/2012					1,262.40	1,262.40	0.00	0.00	0.00	0.00
94981UJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR				CMO1						
1313.4900	PASSTHRU CL II-A-5 FLTG RT 03-25-2035 01/25/2013 03/05/2012					1,313.49	1,313.49	0.00	0.00	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1				CMO1						
1043.3500	4.69834 DUE 09-19-2035 REG 02/19/2013 06/20/2012					1,043.35	1,043.35	0.00	0.00	0.00	0.00
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1				CMO1						
425.1800	DUE 03-25-35 REG 02/25/2013 04/27/2012					425.18	425.18	0.00	0.00	0.00	0.00
94981UJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR				CMO1						
532.6900	PASSTHRU CL II-A-5 FLTG RT 03-25-2035 02/25/2013 03/05/2012					532.69	532.69	0.00	0.00	0.00	0.00
02660TEA7	CMO AMERICAN HOME MTG INVT TR SER 2005-1CL I-A-3				CMO1						
399.7600	VAR RATE DUE 06-25-2045 03/06/2013 05/17/2012					399.76	193.09	0.00	206.67	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1				CMO1						
4.0900	4.69834 DUE 09-19-2035 REG 03/19/2013 06/20/2012					4.09	4.09	0.00	0.00	0.00	0.00

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THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

Corrected ☐ 2nd TIN notice ☐

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks, Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
02660TEA7	CMO AMERICAN HOME MTG INVT TR SER 2005-1CL I-A-3	388.0500	03/25/2013	05/17/2012	CMO1	388.05	388.05	0.00	0.00	0.00	0.00
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1	31.6100	03/25/2013	04/27/2012	CMO1	31.61	31.61	0.00	0.00	0.00	0.00
02660TEA7	CMO AMERICAN HOME MTG INVT TR SER 2005-1CL I-A-3	90149.2600	03/27/2013	05/17/2012	CMO1	64,907.47	43,393.15	0.00	21,514.32	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1	1.7300	04/19/2013	06/20/2012	CMO1	1.73	1.73	0.00	0.00	0.00	0.00
02660TEA7	CMO AMERICAN HOME MTG INVT TR SER 2005-1CL I-A-3	.0100	04/29/2013	05/17/2012	CMO1	0.01	0.00	0.00	0.01	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR6 5-A-1	1039.5500	05/20/2013	06/20/2012	CMO1	1,039.55	1,039.55	0.00	0.00	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1	331.2900	06/19/2013	06/20/2012	CMO1	331.29	331.29	0.00	0.00	0.00	0.00
Total Short Term Sales						72,291.82	50,570.82	0.00	21,721.00	0.00	0.00
Long Term Sales											
863579WZ7	CMO STRUCTURED ADJ RATE MTG LN TR 2005-18 CL				CMO1						
.0100	1-A1 09-25-2035 REG					0.01	0.00	0.00	0.01	0.00	0.00
	01/10/2013 06/03/2010										

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126694BQ0	CMO CWMB INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-18 DUE 10-20-2035 REG 01/23/2013 08/17/2010	CMO1	233.16	233.16	0.00	0.00	0.00	0.00
126694QG6	CMO CWMB INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG 01/23/2013 10/28/2010	CMO1	26.42	26.42	0.00	0.00	0.00	0.00
05949CM52	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG 01/25/2013 09/28/2010	SPCL1	230.40	230.40	0.00	0.00	0.00	0.00
07386HSC6	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.56955192566% DUE 04-25-2035 01/25/2013 02/24/2011	SPCL1	547.00	547.00	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG 01/25/2013 11/18/2010	CMO1	538.62	538.62	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO 01/25/2013 09/22/2010	CMO1	3,429.35	3,429.35	0.00	0.00	0.00	0.00
36185MAJ1	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG 01/25/2013 09/10/2010	CMO1	69.40	69.40	0.00	0.00	0.00	0.00
36185N6N5	PVPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG 01/25/2013 08/25/2010	CMO1	700.64	700.64	0.00	0.00	0.00	0.00
3623414F3	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 01/25/2013 12/16/2011	CMO1	827.60	827.60	0.00	0.00	0.00	0.00

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3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	01/25/2013	04/26/2011	CMO1	828.73	0.00	0.00	0.00	0.00
828 7300									
362341FJ3	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG	01/25/2013	06/23/2010	CMO1	1,293.94	0.00	0.00	0.00	0.00
1293.9400									
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8.5 DUE 11-25-2035 REG	01/25/2013	04/26/2011	CMO1	1,232.28	0.00	0.00	0.00	0.00
1232.2800									
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	01/25/2013	03/02/2011	CMO1	947.13	0.00	0.00	0.00	0.00
947.1300									
61748HK86	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO	01/25/2013	01/12/2011	CMO1	482.93	0.00	0.00	0.00	0.00
482.9300									
61748HNV9	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO	01/25/2013	06/28/2010	CMO1	3,061.11	0.00	0.00	0.00	0.00
3061.1100									
76110HX61	RESNDTL ACCREDIT FLTG RT .658% DUE 03-25-2035			SPCL1	101.04	0.00	0.00	0.00	0.00
101.0400									
76111XYJ6	CMO RESNDTL FDG MTG SECS I INC MTG PASS SER 2005-SA4 CL IIA2 VARRT 8-25-2035BEO	01/25/2013	08/27/2010	CMO1	369.89	0.00	0.00	0.00	0.00
369.8900									
92922F7F9	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG	01/25/2013	08/05/2010	CMO1	2,595.13	0.00	0.00	0.00	0.00
2595.1300									

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					Stocks, etc.	Cost or Other Basis				
949810AV0		WELLS FARGO MTG FLT RT 5.171037% DUE 10-25-2035			CMO1					
514.8800		01/25/2013 11/09/2011			514.88	514.88	0.00	0.00	0.00	0.00
94982SAH6		CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO			CMO1					
264.4600		01/25/2013 06/24/2010			264.46	264.46	0.00	0.00	0.00	0.00
126694B00		CMO CWMBIS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-1B DUE 10-20-2035 REG			CMO1					
797.6600		02/20/2013 08/17/2010			797.66	797.66	0.00	0.00	0.00	0.00
126694D66		CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG			CMO1					
531.1600		02/20/2013 10/28/2010			531.16	531.16	0.00	0.00	0.00	0.00
05949CMS2		CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG			SPCL1					
477.1400		02/25/2013 09/28/2010			477.14	477.14	0.00	0.00	0.00	0.00
07386HSC6		BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035			SPCL1					
71.2300		02/25/2013 02/24/2011			71.23	71.23	0.00	0.00	0.00	0.00
12667F6D2		CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG			CMO1					
752.4700		02/25/2013 11/18/2010			752.47	752.47	0.00	0.00	0.00	0.00
36185MAJ1		CMO GMACM MTG LN TR 2005-AF1 MTG FLT CL-A-2 DUE 07-25-2035 REG			CMO1					
69.7200		02/25/2013 09/10/2010			69.72	69.72	0.00	0.00	0.00	0.00
36185N6N5		PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG			CMO1					
769.1100		02/25/2013 08/25/2010			769.11	769.11	0.00	0.00	0.00	0.00

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		Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis				
3623414F3	67.8100	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 02/25/2013 12/16/2011		CMO1	67.81	0.00	0.00	0.00	0.00
3623416S3	1075.4900	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036 02/25/2013 04/26/2011		CMO1	1,075.49	0.00	0.00	0.00	0.00
362341FJ3	915.4400	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG 02/25/2013 06/23/2010		CMO1	915.44	0.00	0.00	0.00	0.00
362341VW6	1422.3200	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG 02/25/2013 04/26/2011		CMO1	1,422.32	0.00	0.00	0.00	0.00
466247YJ6	682.8500	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 02/25/2013 03/02/2011		CMO1	682.85	0.00	0.00	0.00	0.00
61748HK86	652.1300	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO 02/25/2013 01/12/2011		CMO1	652.13	0.00	0.00	0.00	0.00
61748HNV9	691.7200	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO 02/25/2013 06/28/2010		CMO1	691.72	0.00	0.00	0.00	0.00
76110HX61	51.6200	RESNDTL ACCREDIT FLTGT RT .658% DUE 03-25-2035 02/25/2013 09/20/2010		SPCL1	51.62	0.00	0.00	0.00	0.00
76111XYJ6	229.5500	CMO RESNDTL FDG MTG SECS I INC MTG PASS SER 2005-SA4 CL II-A2 VARRT 9-25-2035BEO 02/25/2013 08/27/2010		CMO1	229.55	0.00	0.00	0.00	0.00

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929227F9	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL	CMO1	200.9900	02/25/2013	08/05/2010	200.99	200.99	0.00	0.00	0.00	0.00
94981QAV0	WELLS FARGO MTG FLT RT 5.171037% DUE 10-25-2035	CMO1	938.8000	02/25/2013	11/09/2011	938.80	938.80	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER	CMO1	191.8400	02/25/2013	05/24/2010	191.84	191.84	0.00	0.00	0.00	0.00
126694BQ0	CMO CWMBIS INC 2005-HYB6 MTG PASSTHRU CTFCL	CMO1	100.4200	03/20/2013	08/17/2010	100.42	100.42	0.00	0.00	0.00	0.00
126694QG6	CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRUCTF	CMO1	292.4900	03/20/2013	10/29/2010	292.49	292.49	0.00	0.00	0.00	0.00
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU	SPCL1	696.0900	03/25/2013	09/28/2010	696.09	696.09	0.00	0.00	0.00	0.00
07386HSC6	BEAR STEARNS ALT-A TR 04-25-2035 REG	SPCL1	648.0500	03/25/2013	02/24/2011	648.05	648.05	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE	CMO1	360.5800	03/25/2013	11/18/2010	360.58	360.58	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL	CMO1	1558.9100	03/25/2013	09/22/2010	1,558.91	1,558.91	0.00	0.00	0.00	0.00

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		Exchange				Bonds, etc.	CMO1				Tax	Withheld	Tax	Withheld
36185MAJ1	70.0500	CMO GMACM MTG LN TR 2005-AF1 MTG FLT CL 2 DUE		07-25-2035 REG	09/10/2010	70.05	CMO1	70.05	0.00	0.00	0.00	0.00	0.00	0.00
36185N6N5	748.9000	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU 2-A VAR RT 05-25-2035 REG		03/25/2013	08/25/2010	748.90	CMO1	748.90	0.00	0.00	0.00	0.00	0.00	0.00
3623414F3	934.8900	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG		03/25/2013	12/16/2011	934.89	CMO1	934.89	0.00	0.00	0.00	0.00	0.00	0.00
3623416S3	1038.1300	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE		03/25/2013	04/26/2011	1,038.13	CMO1	1,038.13	0.00	0.00	0.00	0.00	0.00	0.00
362341FJ3	396.4100	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG		03/25/2013	06/23/2010	396.41	CMO1	396.41	0.00	0.00	0.00	0.00	0.00	0.00
362341VW6	1709.8700	CMO GS MTG SECS CORP GSR 2006-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG		03/25/2013	04/26/2011	1,709.87	CMO1	1,709.87	0.00	0.00	0.00	0.00	0.00	0.00
466247YJ6	825.6300	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG		03/25/2013	03/02/2011	825.63	CMO1	825.63	0.00	0.00	0.00	0.00	0.00	0.00
61748HK56	60.4700	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO		03/25/2013	01/12/2011	60.47	CMO1	60.47	0.00	0.00	0.00	0.00	0.00	0.00
61748HNV9	548.8200	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO		03/25/2013	06/28/2010	548.82	CMO1	548.82	0.00	0.00	0.00	0.00	0.00	0.00

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76110HX61	RESNDTL ACCREDIT FLTG RT 658% DUE 03-25-2035				SPCL1					
196.7800	03/25/2013 09/20/2010				196.78	196.78	0.00	0.00	0.00	0.00
76111XYJ6	CMO RESNDTL FDG MTG SECS I INC MTG PASS SER 2005-SAA CL II-A2 VARRT 9-25-2035BEO				CMO1					
164.9200	03/25/2013 08/27/2010				164.92	164.92	0.00	0.00	0.00	0.00
92922ZF79	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG				CMO1					
237.8200	03/25/2013 08/05/2010				237.82	237.82	0.00	0.00	0.00	0.00
94981QAV0	WELLS FARGO MTG FLTG RT 5 171037% DUE 10-25-2035				CMO1					
781.9600	03/25/2013 11/09/2011				781.96	781.96	0.00	0.00	0.00	0.00
94981UAJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A5 FLTG RT 03-25-2035				CMO1					
1061.5500	03/25/2013 03/05/2012				1061.55	1061.55	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A2 5 1-25-2036BEO				CMO1					
288.2500	03/25/2013 06/24/2010				288.25	288.25	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO				CMO1					
562.9800	04/09/2013 09/22/2010				562.98	323.25	0.00	239.73	0.00	0.00
126694BQ0	CMO CWMBBS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-1B DUE 10-20-2035 REG				CMO1					
448.6200	04/22/2013 08/17/2010				448.62	448.62	0.00	0.00	0.00	0.00
126694QG6	CMO CWMBBS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG				CMO1					
25.0700	04/22/2013 10/28/2010				25.07	25.07	0.00	0.00	0.00	0.00

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Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected ☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG 04/25/2013 09/28/2010	SPCL1	455.30	455.30	0.00	0.00	0.00	0.00
07386HSC6	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-26-2035 04/25/2013 02/24/2011	SPCL1	488.92	488.92	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG 04/25/2013 11/18/2010	CMO1	225.46	225.46	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO 04/25/2013 09/22/2010	CMO1	1,828.67	1,828.67	0.00	0.00	0.00	0.00
36185MAJ1	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG 04/25/2013 09/10/2010	CMO1	791.36	791.36	0.00	0.00	0.00	0.00
36185N6N5	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG 04/25/2013 08/25/2010	CMO1	182.42	182.42	0.00	0.00	0.00	0.00
3623414F3	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 04/25/2013 12/16/2011	CMO1	1,103.90	1,103.90	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 07-25-2036 04/25/2013 04/26/2011	CMO1	1,290.49	1,290.49	0.00	0.00	0.00	0.00
362341FJ3	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG 04/25/2013 06/23/2010	CMO1	235.78	235.78	0.00	0.00	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU			CMO1					
1123 7700	CTF 2A-8 5.5 DUE 11-25-2035 REG	04/25/2013	04/26/2011	1,123.77	1,123.77	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE			CMO1					
667.1900	11-25-2035 REG	04/25/2013	03/02/2011	667.19	667.19	0.00	0.00	0.00	0.00
61748HKB6	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT			CMO1					
652.6200	RT DUE 08-25-2035 BEO	04/25/2013	01/12/2011	652.62	652.62	0.00	0.00	0.00	0.00
61748HNV9	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2			CMO1					
5198.5600	VAR RT DUE 11-25-2035 BEO	04/25/2013	06/28/2010	5,198.56	5,198.56	0.00	0.00	0.00	0.00
76111XYJ6	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER			CMO1					
672.6900	2005-SA4 CL II-A2 VAR RT 8-25-2035BEO	04/25/2013	08/27/2010	672.69	672.69	0.00	0.00	0.00	0.00
92922F7F9	CMO WAMU MTG PASS-THTROUGH CTFS 2005-AR16CL			CMO1					
3034.2200	2A4 DUE 12-25-2035 REG	04/25/2013	08/05/2010	3,034.22	3,034.22	0.00	0.00	0.00	0.00
94981QAV0	WELLS FARGO MTG FLTGT RT 5.171037% DUE 10-25-2035			CMO1					
795.6400	04/25/2013 11/09/2011			795.64	795.64	0.00	0.00	0.00	0.00
94981UAJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR			CMO1					
1145.4900	PASSTHRU CL II-A-5 FLTGT RT 03-25-2035	04/25/2013	03/05/2012	1,145.49	1,145.49	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER			CMO1					
426.6900	2005-17 CL II-A-2 5.5 1-25-2036BEO	04/25/2013	06/24/2010	426.69	426.69	0.00	0.00	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
126694B00	CMO CWMBS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-1B DUE 10-20-2035 REG 05/21/2013 08/17/2010	CMO1	269.94	269.94	0.00	0.00	0.00	0.00
126694Q66	CMO CWMBS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG 05/21/2013 10/28/2010	CMO1	708.67	708.67	0.00	0.00	0.00	0.00
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG 05/28/2013 09/28/2010	SPCL1	725.74	725.74	0.00	0.00	0.00	0.00
07386HSC6	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035 05/28/2013 02/24/2011	SPCL1	240.71	240.71	0.00	0.00	0.00	0.00
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG 05/28/2013 04/27/2012	CMO1	1,020.08	1,020.08	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG 05/28/2013 11/18/2010	CMO1	731.71	731.71	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO 05/28/2013 09/22/2010	CMO1	1,903.62	1,903.62	0.00	0.00	0.00	0.00
36185MAJ1	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG 05/28/2013 09/10/2010	CMO1	70.67	70.67	0.00	0.00	0.00	0.00
36185N6N5	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG 05/28/2013 08/25/2010	CMO1	628.12	628.12	0.00	0.00	0.00	0.00

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3623414F3	392.7700	05/28/2013	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 12/16/2011	CMO1	392.77	392.77	0.00	0.00	0.00	0.00	0.00	0.00
3623416S3	1014.5300	05/28/2013	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036 04/26/2011	CMO1	1,014.53	1,014.53	0.00	0.00	0.00	0.00	0.00	0.00
362341FJ3	622.4800	05/28/2013	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG 06/23/2010	CMO1	622.48	622.48	0.00	0.00	0.00	0.00	0.00	0.00
362341VW6	1148.3700	05/28/2013	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG 04/26/2011	CMO1	1,148.37	1,148.37	0.00	0.00	0.00	0.00	0.00	0.00
466247YJ6	563.8200	05/28/2013	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 03/02/2011	CMO1	563.82	563.82	0.00	0.00	0.00	0.00	0.00	0.00
61748HKB6	1896.5200	05/28/2013	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO 01/12/2011	CMO1	1,896.52	1,896.52	0.00	0.00	0.00	0.00	0.00	0.00
61748HNV9	206.0800	05/28/2013	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO 06/28/2010	CMO1	206.08	206.08	0.00	0.00	0.00	0.00	0.00	0.00
76111XYJ6	506.3800	05/28/2013	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER 2005-S44 CL II-A2 VAR RT 8-25-2035BEO 08/27/2010	CMO1	506.38	506.38	0.00	0.00	0.00	0.00	0.00	0.00
92922FF9	2113.9500	05/28/2013	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG 08/05/2010	CMO1	2,113.95	2,113.95	0.00	0.00	0.00	0.00	0.00	0.00

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THE COUSINS FOUNDATION, INC.
STE 175
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				Bonds, etc.	CMO1					
94981QAV0	642.0600	05/28/2013	WELLS FARGO MTG FLTG RT 5.171037% DUE 10-25-2035	CMO1	642.06	642.06	0.00	0.00	0.00	0.00
94981UAI8	2409.9700	05/28/2013	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLTG RT 03-25-2035	CMO1	2,409.97	2,409.97	0.00	0.00	0.00	0.00
94982SAH6	134.4600	05/28/2013	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	CMO1	134.46	134.46	0.00	0.00	0.00	0.00
126694BQ0	166.5700	06/20/2013	CMO CWMBS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-1B DUE 10-20-2035 REG	CMO1	166.57	166.57	0.00	0.00	0.00	0.00
126694QG6	56.1100	06/20/2013	CMO CWMBS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG	CMO1	56.11	56.11	0.00	0.00	0.00	0.00
05949CMS2	651.8700	06/25/2013	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG	SPCL1	651.87	651.87	0.00	0.00	0.00	0.00
07386HSC6	1094.1800	06/25/2013	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035	SPCL1	1,094.18	1,094.18	0.00	0.00	0.00	0.00
07387AAF2	1316.2000	06/25/2013	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG	CMO1	1,316.20	1,316.20	0.00	0.00	0.00	0.00
12667F6D2	539.9500	06/25/2013	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG	CMO1	539.95	539.95	0.00	0.00	0.00	0.00

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STE 175
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CHICAGO, IL 60680

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				Bonds, etc.	CMO1					
17308FAC3			CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL							
1694.7900		06/25/2013 09/22/2010	IA-3 FLTGT DUE 07-25-2035 BEO	1,694.79	CMO1	1,694.79	0.00	0.00	0.00	0.00
36185MAJ1			CMO GMACM MTG LN TR 2005-AF1 MTG FLTGT CLA-2 DUE							
125.2800		06/25/2013 09/10/2010	07-25-2035 REG	125.28	CMO1	125.28	0.00	0.00	0.00	0.00
36185N6N5			PVPL CMO GMACM MTG LN TR 2005-AR2 MTG							
407.9800		06/25/2013 08/25/2010	PASSTHRU 2-A VAR VAR RT 05-25-2035 REG	407.98	CMO1	407.98	0.00	0.00	0.00	0.00
3623414F3			CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU							
429.7100		06/25/2013 12/16/2011	CTF 3A1 5.4361 01-25-2036 REG	429.71	CMO1	429.71	0.00	0.00	0.00	0.00
3623416S3			CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE							
2324.7000		06/25/2013 04/26/2011	02-25-2036 VAR RT DUE 07-25-2035 REG	2,324.70	CMO1	2,324.70	0.00	0.00	0.00	0.00
362341FJ3			CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1							
1504.1700		06/25/2013 06/23/2010	06/25/2013 06/23/2010	1,504.17	CMO1	1,504.17	0.00	0.00	0.00	0.00
362341VW6			CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU							
1743.2800		06/25/2013 04/26/2011	CTF 2A-8 5.5 DUE 11-25-2035 REG	1,743.28	CMO1	1,743.28	0.00	0.00	0.00	0.00
466247YJ6			CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE							
858.9500		06/25/2013 03/02/2011	11-25-2035 REG	858.95	CMO1	858.95	0.00	0.00	0.00	0.00
61748HKB6			CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT							
969.8700		06/25/2013 01/12/2011	RT DUE 08-25-2035 BEO	969.87	CMO1	969.87	0.00	0.00	0.00	0.00

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					Bonds, etc.	Stocks					
61748HNV9	4693.5300	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO	06/25/2013	06/28/2010	CMO1	4,693.53	4,693.53	0.00	0.00	0.00	0.00
76111XYJ6	291.7100	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER 2005-SA4 CL II-A2 VARRT 9-25-2035BEO	06/25/2013	08/27/2010	CMO1	291.71	291.71	0.00	0.00	0.00	0.00
92922F7F9	185.3200	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG	06/25/2013	08/05/2010	CMO1	185.32	185.32	0.00	0.00	0.00	0.00
94981QAV0	1031.4700	WELLS FARGO MTG FLTG RT 5.171037% DUE 10-25-2035	06/25/2013	11/09/2011	CMO1	1,031.47	1,031.47	0.00	0.00	0.00	0.00
94981UAJ8	1903.2200	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLTG RT 03-25-2035	06/25/2013	03/05/2012	CMO1	1,903.22	1,903.22	0.00	0.00	0.00	0.00
94982SAH6	278.3900	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	06/25/2013	06/24/2010	CMO1	278.39	278.39	0.00	0.00	0.00	0.00
76112BYF1	334.3900	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1 4.69834 DUE 09-19-2035 REG	07/19/2013	06/20/2012	CMO1	334.39	334.39	0.00	0.00	0.00	0.00
126694B00	487.3200	CMO CWMBIS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-18 DUE 10-20-2035 REG	07/22/2013	08/17/2010	CMO1	487.32	487.32	0.00	0.00	0.00	0.00
126694QG6	23.7700	CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG	07/22/2013	10/28/2010	CMO1	23.77	23.77	0.00	0.00	0.00	0.00

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				Bonds, etc.	Stocks					
05949CMS2	208.9900	07/25/2013	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG	SPCL 1	208.99	208.99	0.00	0.00	0.00	0.00
07386HSC6	765.0700	07/25/2013	BEAR STEARNS ALT-A TR 04-25-2035 REG	SPCL 1	765.07	765.07	0.00	0.00	0.00	0.00
07387AAF2	1300.2800	07/25/2013	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG	CMO1	1300.28	1300.28	0.00	0.00	0.00	0.00
12667F6D2	417.2600	07/25/2013	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG	CMO1	417.26	417.26	0.00	0.00	0.00	0.00
17308FAC3	1402.6400	07/25/2013	CMO CTIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO	CMO1	1402.64	1402.64	0.00	0.00	0.00	0.00
36185MAJ1	929.8000	07/25/2013	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG	CMO1	929.80	929.80	0.00	0.00	0.00	0.00
36185NBN5	855.8100	07/25/2013	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG	CMO1	855.81	855.81	0.00	0.00	0.00	0.00
3623414F3	69.8000	07/25/2013	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG	CMO1	69.80	69.80	0.00	0.00	0.00	0.00
3623416S3	1457.1300	07/25/2013	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	CMO1	1457.13	1457.13	0.00	0.00	0.00	0.00

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Quantity Sold	Description	Date of		Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
			Sale or Exchange	Acquisition						
362341FJ3	656.6100	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG 07/25/2013 06/23/2010			CMO1	656.61	0.00	0.00	0.00	0.00
362341VW6	2084.0800	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8.5 DUE 11-25-2035 REG 07/25/2013 04/26/2011			CMO1	2,084.08	0.00	0.00	0.00	0.00
466247YJ6	836.0400	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 07/25/2013 03/02/2011			CMO1	836.04	0.00	0.00	0.00	0.00
61748HK86	2982.4300	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO 07/25/2013 01/12/2011			CMO1	2,982.43	0.00	0.00	0.00	0.00
61748HNV9	3991.9200	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO 07/25/2013 06/28/2010			CMO1	3,991.92	0.00	0.00	0.00	0.00
76111XYJ6	323.6200	CMO RESNTL FDG MTG SECS INC MTG PASS SER 2005-SA4 CL II-A2 VARRT 9-25-2035BEO 07/25/2013 08/27/2010			CMO1	323.62	0.00	0.00	0.00	0.00
92922F7F9	178.3700	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG 07/25/2013 08/05/2010			CMO1	178.37	0.00	0.00	0.00	0.00
94981QAV0	380.3300	WELLS FARGO MTG FLTG RT 5 171037% DUE 10-25-2035 07/25/2013 11/09/2011			CMO1	380.33	0.00	0.00	0.00	0.00
94981UAJ8	1319.2600	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLTG RT 03-25-2035 07/25/2013 03/05/2012			CMO1	1,319.26	0.00	0.00	0.00	0.00

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Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld		State Tax Withheld
					Bonds, etc.	CMO1				Tax Withheld	Tax Withheld	
94982SAH6	158.3200	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	07/25/2013	06/24/2010	CMO1	158.32	158.32	0.00	0.00	0.00	0.00	0.00
76112BYF1	1520.6300	CMO RESDNTL AST MTG PRODS INC 2005-ARS 5-A-1 4 69834 DUE 09-19-2035 REG	08/19/2013	06/20/2012	CMO1	1,520.63	1,520.63	0.00	0.00	0.00	0.00	0.00
126694QG6	62.6700	CMO CWMBS INC 2005-HYB8 CHL MTG PASSTHURCTF 3-A-1 DUE 12-20-2035 REG	08/20/2013	10/28/2010	CMO1	62.67	62.67	0.00	0.00	0.00	0.00	0.00
126694BQ0	425.2800	CMO CWMBS INC 2005-HYB6 MTG PASSTHUR CTFCL 4-A-1B DUE 10-20-2035 REG	08/21/2013	08/17/2010	CMO1	425.28	425.28	0.00	0.00	0.00	0.00	0.00
05949CMS2	791.9300	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHUR CTF CL 2-A-1 DUE 12-25-2035 REG	08/26/2013	09/28/2010	SPCL1	791.93	791.93	0.00	0.00	0.00	0.00	0.00
07386HSC6	714.4700	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035	08/26/2013	02/24/2011	SPCL1	714.47	714.47	0.00	0.00	0.00	0.00	0.00
07387AAF2	1029.7400	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG	08/26/2013	04/27/2012	CMO1	1,029.74	1,029.74	0.00	0.00	0.00	0.00	0.00
12667F6D2	473.6600	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG	08/26/2013	11/18/2010	CMO1	473.66	473.66	0.00	0.00	0.00	0.00	0.00
17308FAC3	951.8400	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL IA-3 FLTG DUE 07-25-2035 BEO	08/26/2013	09/22/2010	CMO1	951.84	951.84	0.00	0.00	0.00	0.00	0.00

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THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

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CHICAGO, IL 60680

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Cusip	Quantity Sold	Description	Date of		Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
			Sale or Exchange	Acquisition						
36185MAJ1		CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE			CMO1					
68.2500		07-25-2035 REG	08/26/2013	09/10/2010	68.25	68.25	0.00	0.00	0.00	0.00
36185N6N5		PVTP CMO GMACM MTG LN TR 2005-AR2 MTG			CMO1					
1415.1900		PASSTHRU-2A VAR VAR RT 05-25-2035 REG	08/26/2013	08/25/2010	1,415.19	1,415.19	0.00	0.00	0.00	0.00
3623414F3		CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU			CMO1					
72.2300		CTF 3A1 5.4361 01-25-2036 REG	08/26/2013	12/16/2011	72.23	72.23	0.00	0.00	0.00	0.00
362341FJ3		CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1			CMO1					
828.8400		VAR RT DUE 07-25-2035 REG	08/26/2013	06/23/2010	828.84	828.84	0.00	0.00	0.00	0.00
362341VW6		CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU			CMO1					
1023.4600		CTF 2A-8.5 DUE 11-25-2035 REG	08/26/2013	04/26/2011	1,023.46	1,023.46	0.00	0.00	0.00	0.00
466247YJ6		CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE			CMO1					
896.7700		11-25-2035 REG	08/26/2013	03/02/2011	896.77	896.77	0.00	0.00	0.00	0.00
61748HKB6		CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT			CMO1					
1257.2300		RT DUE 08-25-2035 BEO	08/26/2013	01/12/2011	1,257.23	1,257.23	0.00	0.00	0.00	0.00
61748HNV9		CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2			CMO1					
223.9800		VAR RT DUE 11-25-2035 BEO	08/26/2013	08/28/2010	223.98	223.98	0.00	0.00	0.00	0.00
76111XYJ6		CMO RESDNTL FDG MTG SECS 1 INC MTG PASS SER			CMO1					
444.1800		2005-SA4 CL II-A2 VARRT 9-25-2035BEO	08/26/2013	08/27/2010	444.18	444.18	0.00	0.00	0.00	0.00

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STE 175
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ATLANTA, GA 30326

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax	
					Bonds, etc.	Stocks, etc.				Tax Withheld	Withheld
92922F7F9		CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL			CMO1						
1742 2500		2A4 DUE 12-25-2035 REG	08/26/2013	08/05/2010		1,742.25	1,742.25	0.00	0.00	0.00	0.00
94981QAV0		WELLS FARGO MTG FLTG RT 5.171037% DUE 10-25-2035			CMO1						
1173.9400		08/26/2013 11/09/2011				1,173.94	1,173.94	0.00	0.00	0.00	0.00
94981UAJ8		CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR			CMO1						
1037.8900		PASSTHRU CL 11A-5 FLTG RT 03-25-2035	08/26/2013	03/05/2012		1,037.89	1,037.89	0.00	0.00	0.00	0.00
94982SAH6		CMO WELLS FARGO MTG BACKED SECS 2005-17 SER			CMO1						
154.4600		2005-17 CL 11A-2 5 1-25-2036BEO	08/26/2013	06/24/2010		154.46	154.46	0.00	0.00	0.00	0.00
3623416S3		CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE			CMO1						
2272.0100		02-25-2036	08/27/2013	04/26/2011		2,272.01	2,272.01	0.00	0.00	0.00	0.00
76112BYF1		CMO RESDNTL AST MTG PRODS INC 2005-ARS 5-A-1			CMO1						
750.8400		4 69834 DUE 09-19-2035 REG	09/19/2013	06/20/2012		750.84	750.84	0.00	0.00	0.00	0.00
126694BQ0		CMO CWMBIS INC 2005-HYB8 MTG PASSTHRU CTFCL			CMO1						
271.3400		4-A-1B DUE 10-20-2035 REG	09/20/2013	08/17/2010		271.34	271.34	0.00	0.00	0.00	0.00
126694QG6		CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRUCTF			CMO1						
16.1900		3-A-1 DUE 12-20-2035 REG	09/20/2013	10/28/2010		16.19	16.19	0.00	0.00	0.00	0.00
05949CMS2		CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU			SPCL1						
614.6600		CTF CL 2-A-1 DUE 12-25-2035 REG	09/25/2013	09/28/2010		614.66	614.66	0.00	0.00	0.00	0.00

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THE COUSINS FOUNDATION, INC.
STE 175
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ATLANTA GA 30326

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CHICAGO, IL 60680

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Cusip	Quantity Sold	Date of Sale or Exchange	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Bonds, etc.	SPCL1					
07386HSC6	1582.3200	09/25/2013	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035 02/24/2011	SPCL1	1,582.32	1,582.32	0.00	0.00	0.00	0.00
07387AAF2	721.9500	09/25/2013	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG 04/27/2012	CMO1	721.95	721.95	0.00	0.00	0.00	0.00
12667F6D2	481.8000	09/25/2013	CMO COWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG 11/18/2010	CMO1	481.80	481.80	0.00	0.00	0.00	0.00
17308FAC3	3567.4700	09/25/2013	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL 1A-3 FLTG DUE 07-25-2035 BEO 09/22/2010	CMO1	3,567.47	3,567.47	0.00	0.00	0.00	0.00
36185MAJ1	1216.8500	09/25/2013	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG 09/10/2010	CMO1	1,216.85	1,216.85	0.00	0.00	0.00	0.00
36185N6N5	644.1600	09/25/2013	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG 08/25/2010	CMO1	644.16	644.16	0.00	0.00	0.00	0.00
3623414F3	72.6800	09/25/2013	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 12/16/2011	CMO1	72.68	72.68	0.00	0.00	0.00	0.00
3623416S3	553.5700	09/25/2013	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036 04/26/2011	CMO1	553.57	553.57	0.00	0.00	0.00	0.00
362341FJ3	635.9300	09/25/2013	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG 06/23/2010	CMO1	635.93	635.93	0.00	0.00	0.00	0.00

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STE 175
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ATLANTA GA 30326

Account Number: 26-70483
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CHICAGO, IL 60680

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			Sale or Exchange	Acquisition					
362341VW6	1475.3900	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG 09/25/2013 04/26/2011			CMO1	1,475.39	0.00	0.00	0.00
466247YJ6	435.1600	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 09/25/2013 03/02/2011			CMO1	435.16	0.00	0.00	0.00
61748HKB6	1430.4000	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO 09/25/2013 01/12/2011			CMO1	1,430.40	0.00	0.00	0.00
61748HNV9	4394.6400	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO 09/25/2013 06/28/2010			CMO1	4,394.64	0.00	0.00	0.00
76111XYJ6	386.0300	CMO RESDNTL FDG MTG SECS INC MTG PASS SER 2005-SA4 CL II-A2 VAR RT 9-25-2035BEO 09/25/2013 08/27/2010			CMO1	386.03	0.00	0.00	0.00
92922F7F9	1310.7800	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG 09/25/2013 08/05/2010			CMO1	1,310.78	0.00	0.00	0.00
94981QAV0	820.4800	WELLS FARGO MTG FLT RT 5.171037% DUE 10-25-2035 09/25/2013 11/09/2011			CMO1	820.48	0.00	0.00	0.00
94981UAJ8	1129.2800	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLT RT 03-25-2035 09/25/2013 03/05/2012			CMO1	1,129.28	0.00	0.00	0.00
94982SAH6	163.1800	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 09/25/2013 06/24/2010			CMO1	163.18	0.00	0.00	0.00

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		Date of Sale or Exchange	Date of Acquisition	Bonds, etc.	Stocks					
76112BYF1		CMO RESDNTL AST MTG PRODS INC 2005-ARS 5-A-1		CMO1						
727.2600		4.69834 DUE 09-19-2035 REG 10/21/2013 06/20/2012			727.26	727.26	0.00	0.00	0.00	0.00
126894BQ0		CMO CWMBIS INC 2005-HYB8 MTG PASSTHRTU CTFCL		CMO1						
96.9600		4-A-1 DUE 10-20-2035 REG 10/22/2013 08/17/2010			96.96	96.96	0.00	0.00	0.00	0.00
126894QG6		CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRTU CTF		CMO1						
24.2500		3-A-1 DUE 12-20-2035 REG 10/22/2013 10/28/2010			24.25	24.25	0.00	0.00	0.00	0.00
05949CMS2		CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRTU		SPCL1						
84.9200		CTF CL 2-A-1 DUE 12-25-2035 REG 10/25/2013 09/28/2010			84.92	84.92	0.00	0.00	0.00	0.00
07386HSC6		BEAR STEARNS ALT-A TR 04-25-2035 REG		SPCL1						
446.9800		2.58955192566% DUE 04-25-2035 10/25/2013 02/24/2011			446.98	446.98	0.00	0.00	0.00	0.00
07387AAF2		BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1		CMO1						
2764.8000		DUE 03-25-35 REG 10/25/2013 04/27/2012			2,764.80	2,764.80	0.00	0.00	0.00	0.00
12667F6D2		CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE		CMO1						
359.6300		04-25-2035 REG 10/25/2013 11/18/2010			359.63	359.63	0.00	0.00	0.00	0.00
17308FAC3		CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL		CMO1						
2462.9800		IA-3 FLTG DUE 07-25-2035 BEO 10/25/2013 09/22/2010			2,462.98	2,462.98	0.00	0.00	0.00	0.00
36185MAJ1		CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE		CMO1						
227.5900		07-25-2035 REG 10/25/2013 09/10/2010			227.59	227.59	0.00	0.00	0.00	0.00

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				Bonds, etc.	Cost or Other Basis	Stocks, etc.				
36185N6N5	312.8400	10/25/2013	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG	CMO1	312.84	312.84	0.00	0.00	0.00	0.00
3623414F3	999.8000	10/25/2013	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG	CMO1	999.80	999.80	0.00	0.00	0.00	0.00
3623416S3	1544.1100	10/25/2013	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE	CMO1	1,544.11	1,544.11	0.00	0.00	0.00	0.00
362341FJ3	542.8600	10/25/2013	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG	CMO1	542.86	542.86	0.00	0.00	0.00	0.00
362341VW6	1153.4600	10/25/2013	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG	CMO1	1,153.46	1,153.46	0.00	0.00	0.00	0.00
466247YJ6	627.0000	10/25/2013	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE	CMO1	627.00	627.00	0.00	0.00	0.00	0.00
61748HKB6	613.3400	10/25/2013	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO	CMO1	613.34	613.34	0.00	0.00	0.00	0.00
61748HNV9	210.7000	10/25/2013	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO	CMO1	210.70	210.70	0.00	0.00	0.00	0.00
76111XYJ6	471.6100	10/25/2013	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER 2005-SA4 CL II-A2 VAR RT 9-25-2035BEO	CMO1	471.61	471.61	0.00	0.00	0.00	0.00

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Cusip	Quantity Sold	Date of Sale or Exchange	Description	Stock or Other Symbol			Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Bonds, etc.	Cost or Other Basis	Stocks				
92922F7F9		10/25/2013	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG	CMO1	2,409.82	2,409.82	0.00	0.00	0.00	0.00
2409.8200		08/05/2010								
94981QAV0		10/25/2013	WELLS FARGO MTG FLTG RT 5.171037% DUE 10-25-2035	CMO1	919.52	919.52	0.00	0.00	0.00	0.00
919.5200		11/09/2011								
94981UAJ8		10/25/2013	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL IIA-5 FLTG RT 03-25-2035	CMO1	1,744.81	1,744.81	0.00	0.00	0.00	0.00
1744.8100		03/05/2012								
94982SAH6		10/25/2013	CMO WELLS FARGO MTG BCKED SECS 2005-17 SER 2005-17 CL IIA-2 5.5 1-25-2036BEO	CMO1	77.91	77.91	0.00	0.00	0.00	0.00
77.9100		06/24/2010								
76112BYF1		11/19/2013	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1 4.69834 DUE 09-19-2035 REG	CMO1	1,378.58	1,378.58	0.00	0.00	0.00	0.00
1378.5800		06/20/2012								
126694BQ0		11/20/2013	CMO CWMBIS INC 2005-HYB6 MTG PASSTHRU CTFL 4-A-18 DUE 10-20-2035 REG	CMO1	36.41	36.41	0.00	0.00	0.00	0.00
36.4100		08/17/2010								
126694QG6		11/20/2013	CMO CWMBIS INC 2005-HYB8 CHL MTG PASSTHRUCTF 3-A-1 DUE 12-20-2035 REG	CMO1	25.54	25.54	0.00	0.00	0.00	0.00
25.5400		10/28/2010								
05949CMS2		11/25/2013	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG	SPCL1	352.45	352.45	0.00	0.00	0.00	0.00
352.4500		09/28/2010								
07386HSC6		11/25/2013	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035	SPCL1	567.93	567.93	0.00	0.00	0.00	0.00
567.9300		02/24/2011								

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STE 175
3445 PEACHTREE RD.
ATLANTA GA 30326

Account Number: 26-70483
Recipient's Tax ID Number: XX-XXX3765

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Quantify Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG	CMO1	1236.1000	11/25/2013 04/27/2012		1,236.10	1,236.10	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE	CMO1	229.1300	11/25/2013 11/18/2010		229.13	229.13	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL	CMO1	1281.4900	11/25/2013 09/22/2010		1,281.49	1,281.49	0.00	0.00	0.00	0.00
36185MAJ1	CMO GMACM MTG LN TR 2005-AF1 MTG FLT CL 2 DUE	CMO1	592.1300	11/25/2013 09/10/2010		592.13	592.13	0.00	0.00	0.00	0.00
36185N6N5	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU2-A VAR VAR RT 05-25-2035 REG	CMO1	845.2500	11/25/2013 08/25/2010		845.25	845.25	0.00	0.00	0.00	0.00
3623414F3	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.436 1 01-25-2036 REG	CMO1	34.9600	11/25/2013 12/16/2011		34.96	34.96	0.00	0.00	0.00	0.00
362341FJ3	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG	CMO1	305.3700	11/25/2013 06/23/2010		305.37	305.37	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP 2005-8F MTG PASSTHRU CTF 2A-8.5 DUE 11-25-2035 REG	CMO1	1007.1600	11/25/2013 04/26/2011		1,007.16	1,007.16	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	CMO1	470.5800	11/25/2013 03/02/2011		470.58	470.58	0.00	0.00	0.00	0.00

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61748HK86	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO	CMO1	499.7400	11/25/2013	01/12/2011	499.74	499.74	0.00	0.00	0.00	0.00
61748HNV9	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO	CMO1	2264.8900	11/25/2013	06/28/2010	2264.89	2264.89	0.00	0.00	0.00	0.00
76111XYJ6	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER 2005-SA4 CL II-A2 VARRT 9-25-2035BEO	CMO1	243.3700	11/25/2013	08/27/2010	243.37	243.37	0.00	0.00	0.00	0.00
92922F7F9	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG	CMO1	1713.2700	11/25/2013	08/05/2010	1713.27	1713.27	0.00	0.00	0.00	0.00
94981OAV0	WELLS FARGO MTG FLTGT RT 5.171037% DUE 10-25-2035	CMO1	228.7800	11/25/2013	11/09/2011	228.78	228.78	0.00	0.00	0.00	0.00
94981UAJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLTGT RT 03-25-2035	CMO1	1089.2700	11/25/2013	03/05/2012	1089.27	1089.27	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	CMO1	110.1000	11/25/2013	06/24/2010	110.10	110.10	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	CMO1	536.8500	11/26/2013	04/26/2011	536.85	536.85	0.00	0.00	0.00	0.00
76112BYF1	CMO RESDNTL AST MTG PRODS INC 2005-AR5 5-A-1 4.69834 DUE 09-19-2035 REG	CMO1	992.3700	12/19/2013	06/20/2012	992.37	992.37	0.00	0.00	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
126694BQ0	CMO CWMBS INC 2005-HYB6 MTG PASSTHRU CTFCL 4-A-18 DUE 10-20-2035 REG 12/26/2013 08/17/2010	CMO1	461.68	461.68	0.00	0.00	0.00	0.00
05949CWS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG 12/26/2013 09/28/2010	SPCL1	492.49	492.49	0.00	0.00	0.00	0.00
07386HSC6	BEAR STEARNS ALT-A TR 04-25-2035 REG 2.58955192566% DUE 04-25-2035 12/26/2013 02/24/2011	SPCL1	544.20	544.20	0.00	0.00	0.00	0.00
07387AAF2	BEAR STEARNS ARM TR 2005-1 MTG PT CTF CLIV-A-1 DUE 03-25-35 REG 12/26/2013 04/27/2012	CMO1	13.88	13.88	0.00	0.00	0.00	0.00
12667F6D2	CMO CWALT INC SER 2005-J2 CL 1A8 FLT RT DUE 04-25-2035 REG 12/26/2013 11/18/2010	CMO1	470.82	470.82	0.00	0.00	0.00	0.00
17308FAC3	CMO CITIMORTGAGE ALTERNATIVE LN TR 2005-A1 CL 1A-3 FLT DUE 07-25-2035 BEO 12/26/2013 09/22/2010	CMO1	1,462.54	1,462.54	0.00	0.00	0.00	0.00
36185MAJ1	CMO GMACM MTG LN TR 2005-AF1 MTG FLTG CLA-2 DUE 07-25-2035 REG 12/26/2013 09/10/2010	CMO1	564.16	564.16	0.00	0.00	0.00	0.00
36185NBN5	PVTPL CMO GMACM MTG LN TR 2005-AR2 MTG PASSTHRU-2-A VAR VAR RT 05-25-2035 REG 12/26/2013 08/25/2010	CMO1	374.68	374.68	0.00	0.00	0.00	0.00
3623414F3	CMO GS MTG SECS CORP 2006-AR1 MTG PASSTHRU CTF 3A1 5.4361 01-25-2036 REG 12/26/2013 12/16/2011	CMO1	73.50	73.50	0.00	0.00	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2035	04/26/2011	CMO1	412.62	0.00	0.00	0.00
412.6200	12/26/2013						
362341FJ3	CMO GSR MORTGAGE LOAN TRUST 2005-AR4 CL 3A1 VAR RT DUE 07-25-2035 REG	05/23/2010	CMO1	480.89	0.00	0.00	0.00
480.8900	12/26/2013						
362341VW6	CMO GS MTG SECS CORP 2005-8F MTG PASSTHRU CTF 2A-8.5 DUE 11-25-2035 REG	04/26/2011	CMO1	1,175.27	0.00	0.00	0.00
1175.2700	12/26/2013						
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	03/02/2011	CMO1	229.02	0.00	0.00	0.00
229.0200	12/26/2013						
61748HKB6	CMO MORGAN STANLEY MTG LN SER 2005-4 CL 3A2 FLT RT DUE 08-25-2035 BEO	01/12/2011	CMO1	889.18	0.00	0.00	0.00
889.1800	12/26/2013						
61748HNV9	CMO MORGAN STANLEY MTG LN TR SER 2005-7 CL 2A2 VAR RT DUE 11-25-2035 BEO	06/28/2010	CMO1	1,775.06	0.00	0.00	0.00
1775.0600	12/26/2013						
76111XYJ6	CMO RESDNTL FDG MTG SECS I INC MTG PASS SER 2005-A4 CL 1A2 VAR RT 9-25-2035 BEO	06/27/2010	CMO1	259.45	0.00	0.00	0.00
259.4500	12/26/2013						
92922F7F9	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG	08/05/2010	CMO1	162.68	0.00	0.00	0.00
162.6800	12/26/2013						
94981QAV0	WELLS FARGO MTG FLT RT 5.171037% DUE 10-25-2035		CMO1	648.16	0.00	0.00	0.00
648.1600	12/26/2013						

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
94981UAJ8	CMO WELLS FARGO MTG BCKD SECS 2005-AR2 TR PASSTHRU CL II-A-5 FLTG RT 03-25-2035 12/26/2013 03/05/2012	CMO1	865.61	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 12/26/2013 06/24/2010	CMO1	118.63	0.00	0.00	0.00	0.00
Total Long Term Sales			211,936.53	0.00	239.74	0.00	0.00

Unknown Term (or Cost) Sales

576434J70	CMO MASTR ALTERNATIVE LN TR 2005-2 CL 4-A-3 VAR DUE 03-25-2035 REG 01/25/2013 Various	CMO1	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 03/25/2013 03/25/2013	CMO1	10.29	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 04/25/2013 03/25/2013	CMO1	15.23	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 05/28/2013 03/25/2013	CMO1	5.93	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 06/25/2013 05/29/2013	CMO1	0.69	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BCKD SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 06/25/2013 03/25/2013	CMO1	12.43	0.00	0.00	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 07/25/2013 05/29/2013	CMO1	7300			0.73	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 07/25/2013 03/25/2013	CMO1	8.0800			8.08	0.00	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG 08/26/2013 08/26/2013	CMO1	.0900			0.09	0.00	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG 08/26/2013 05/29/2013	CMO1	.8100			0.81	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO 08/26/2013 03/25/2013	CMO1	7.9500			7.95	0.00	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036 08/27/2013 08/05/2013	CMO1	.1000			0.10	0.00	0.00	0.00	0.00	0.00
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG 09/25/2013 09/25/2013	SPCL1	.0200			0.02	0.00	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036 09/25/2013 08/05/2013	CMO1	.0200			0.02	0.00	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG 09/25/2013 08/26/2013	CMO1	.1400			0.14	0.00	0.00	0.00	0.00	0.00

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466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	CMO1	.5700	09/25/2013	05/29/2013	0.57	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	CMO1	9.3400	09/25/2013	03/25/2013	9.34	0.00	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	CMO1	.0700	10/25/2013	08/05/2013	0.07	0.00	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG	CMO1	.1100	10/25/2013	08/26/2013	0.11	0.00	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	CMO1	.8300	10/25/2013	05/29/2013	0.83	0.00	0.00	0.00	0.00	0.00
92922F7F9	CMO WAMU MTG PASS-THROUGH CTF 2005-AR16CL 2A4 DUE 12-25-2035 REG	CMO1	80.2400	10/25/2013	10/25/2013	80.24	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	CMO1	4.6100	10/25/2013	03/25/2013	4.61	0.00	0.00	0.00	0.00	0.00
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG	SPCL1	.0100	11/25/2013	09/25/2013	0.01	0.00	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG	CMO1	.2200	11/25/2013	Various	0.22	0.00	0.00	0.00	0.00	0.00

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466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	CMO1	7000	11/25/2013	05/29/2013	0.70	0.00	0.00	0.00	0.00	0.00
92922F7F9	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG	CMO1	57.0500	11/25/2013	10/25/2013	57.05	0.00	0.00	0.00	0.00	0.00
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER 2005-17 CL II-A-2 5.5 1-25-2036BEO	CMO1	7.7800	11/25/2013	03/25/2013	7.78	0.00	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	CMO1	.0300	11/26/2013	08/05/2013	0.03	0.00	0.00	0.00	0.00	0.00
05949CMS2	CMO BANC AMER MTG SECS INC 2005-K MTG PASSTHRU CTF CL 2-A-1 DUE 12-25-2035 REG	SPCL1	.0200	12/26/2013	09/25/2013	0.02	0.00	0.00	0.00	0.00	0.00
3623416S3	CMO GS MTG SECS CORP 2006-1F MTG CL 1A105.5 DUE 02-25-2036	CMO1	.0200	12/26/2013	08/05/2013	0.02	0.00	0.00	0.00	0.00	0.00
362341VW6	CMO GS MTG SECS CORP GSR 2005-8F MTG PASSTHRU CTF 2A-8 5.5 DUE 11-25-2035 REG	CMO1	.2700	12/26/2013	Various	0.27	0.00	0.00	0.00	0.00	0.00
466247YJ6	CMO J P MORGAN MTG TR 2005-A8 CL 1-A-2 VAR RT DUE 11-25-2035 REG	CMO1	.3800	12/26/2013	05/29/2013	0.38	0.00	0.00	0.00	0.00	0.00
92922F7F9	CMO WAMU MTG PASS-THROUGH CTFS 2005-AR16CL 2A4 DUE 12-25-2035 REG	CMO1	6.8100	12/26/2013	10/25/2013	6.81	0.00	0.00	0.00	0.00	0.00

This is important tax information and is being furnished to you.

2013 Tax Information Statement

Page 40 of 46
Ref: MSC

Recipient's Name and Address:
THE COUSINS FOUNDATION, INC.
STE 175
3445 PEACHTREE RD.
ATLANTA, GA 30326

Account Number: 26-70483
XX-XXX3765
Recipient's Tax ID Number:

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
94982SAH6	CMO WELLS FARGO MTG BACKED SECS 2005-17 SER	CMO1						
9.9100	2005-17 CLO-A-2 5.5 1-25-2036BEO 12/26/2013 03/25/2013		9.91	0.00	0.00	0.00	0.00	0.00
Total Unknown Term (or Cost) Sales			241.48	0.00	0.00	0.00	0.00	0.00

This is important tax information and is being furnished to you.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	278,589.	278,589.	
TOTAL TO PART I, LINE 3	278,589.	278,589.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	425,295.	0.	425,295.	425,295.	
TO PART I, LINE 4	425,295.	0.	425,295.	425,295.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER K-1 INCOME	160,105.	160,105.	
OTHER K-1 INCOME SUBJECT TO UBIT	145,369.	145,369.	
OTHER INCOME	16.	16.	
TOTAL TO FORM 990-PF, PART I, LINE 11	305,490.	305,490.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,500.	0.		4,500.
TO FORM 990-PF, PG 1, LN 16B	4,500.	0.		4,500.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES AND LICENSES	13,506.	13,506.		0.	
TO FORM 990-PF, PG 1, LN 18	13,506.	13,506.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSE	68,918.	68,918.		0.	
PROFESSIONAL DEVELOPMENT	3,250.	0.		3,250.	
K-1 OTHER DEDUCTIONS	396,405.	396,405.		0.	
TO FORM 990-PF, PG 1, LN 23	468,573.	465,323.		3,250.	

FOOTNOTES				STATEMENT	7
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EXPLANATION OF PENALTY EXCLUSION ON FORM 990-PF:

THE 2012 FORM 990-PF FILED BY THE FOUNDATION REFLECTED AN OVERPAYMENT IN THE AMOUNT OF \$28,834. THE 2012 FORM 990-PF REQUESTED THAT THE OVERPAYMENT IN THE AMOUNT OF \$28,834 BE CREDITED TO 2013 ESTIMATED TAX AS REFLECTED ON THE FILED FORM 990-PF, PAGE 4, LINE 11.

THE INTERNAL REVENUE SERVICE ERRONEOUSLY REFUNDED THE OVERPAYMENT IN THE AMOUNT OF \$26,625.66 INSTEAD OF CREDITING THIS AMOUNT TO THE FOUNDATION'S 2013 ESTIMATED TAX.

THEREFORE, THE FOUNDATION PROMPTLY MADE A 2014 FOURTH QUARTER ESTIMATED TAX PAYMENT IN THE AMOUNT OF \$30,000 TO CORRECT THIS ERROR IN JANUARY 2014.

BASED ON THESE FACTS, THE FOUNDATION SHOULD NOT BE ASSESSED A PENALTY FOR UNDERPAYMENT OF ESTIMATED TAX FOR THE 2014 TAX YEAR AS THE OVERPAYMENT IN THE AMOUNT OF \$28,834 SHOULD HAVE BEEN CREDITED TO 2014 ESTIMATED TAX AND THUS THE PENALTY AS CALCULATED ON FORM 2220 FOR THE 2014 TAX YEAR WOULD HAVE BEEN ZERO.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION		AMOUNT	
UNREALIZED GAIN/LOSS		5,651,365.	
GRANTS PAYABLE INCLUDED IN RETAINED EARNINGS		446,845.	
TOTAL TO FORM 990-PF, PART III, LINE 3		6,098,210.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
COUSINS PROPERTIES STOCK	17,525,772.	7,374,158.	
MARKET VALUE ADJUSTMENT	<4,204,380.>	0.	
VANGUARD S&P 400 INDEX FUND	1,357,251.	1,840,088.	
WILLIAM BLAIR SMALL CAP GROWTH	0.	0.	
SANDERSON INTERNATIONAL VALUE FUND	1,928,343.	2,703,896.	
ARCHSTONE EQUITY STRATEGIES FUND	2,700,000.	4,814,673.	
FARALLON INSTITUTIONAL PARTNERS	478,116.	500,000.	
COMMONFUND CAPITAL INTL PARTNERS VI	788,234.	788,234.	
COMMONFUND CAPITAL PRIVATE EQUITY VII	710,558.	710,558.	
COMMONFUND CAPITAL VENTURE VIII	504,528.	504,528.	
NATURAL GAS PARTNERS IX	1,102,819.	1,102,819.	
EV EMERGING MARKET	2,064,208.	1,913,098.	
COMMONFUND NATURAL RESOURCES	1,386,744.	1,386,744.	
PIMCO	1,895,612.	1,838,645.	
MAVERICK STABLE FUND	1,222,217.	1,222,217.	
CHATHAM CASCADE III	318,817.	433,688.	
TAP FUND	1,450,000.	1,366,734.	
ESG TREASURY	500,000.	270,878.	
BAY RESOURCES OFFSHORE	2,000,000.	3,119,100.	
POINTER OFFSHORE	1,500,000.	2,116,835.	
GOLUB CAPITAL MEZZANINE	503,793.	503,793.	
ANGEL OAK	579,756.	713,901.	
HARBOR INTL FUND	968,954.	940,406.	
WESTFIELD LARGE CAP FUND, LP	0.	0.	
REGIMENT SSF V	542,830.	614,640.	
NT CRAWFORD INVESTMENT	2,090,909.	2,718,539.	
VANGUARD TOTAL STOCK MARKET FUND	1,889,231.	2,053,439.	
GOLUB INTL PARTNERS VIII	1,080,114.	1,120,000.	
ATLANTIC TRUST MLP FUND, LP	1,500,000.	1,712,815.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	44,384,426.	44,384,426.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LILLIAN C. GIORNELLI 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	PRESIDENT/TRUSTEE 0.00	0.	0.	0.
LAURA WHITAKER 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	SECRETARY/TREASURER 0.00	0.	0.	0.
WILLIAM C. WREN 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	VICE PRESIDENT/TRUSTEE 0.00	0.	0.	0.
GRADY COUSINS 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	TRUSTEE 0.00	0.	0.	0.
ANN D. COUSINS 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	TRUSTEE 0.00	0.	0.	0.
R. WALTER ASHMORE 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	ASSISTANT SECRETARY 0.00	0.	0.	0.
AMY CLARKE 3445 PEACHTREE RD, SUITE 175 ATLANTA, GA 30326	SECRETARY/TREASURER (FORMER) 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS	STATEMENT	11
	PART XVII, LINE 2, COLUMN (C)		

NAME OF AFFILIATED OR RELATED ORGANIZATION

EAST LAKE HOLDINGS, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON OFFICERS

NAME OF AFFILIATED OR RELATED ORGANIZATION

EAST LAKE SHOPPING CENTER, INC.

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

COMMON OFFICERS

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE COUSINS FOUNDATION, INC.	58-6043765
	Number, street, and room or suite no. If a P O box, see instructions.	Social security number (SSN)
	3445 PEACHTREE ROAD, SUITE 175	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ATLANTA, GA 30326	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

LAURA WHITAKER

- The books are in the care of ► **3445 PEACHTREE RD, STE 175 - ATLANTA, GA 30326**
Telephone No ► **404-233-4339** Fax No ► **404-233-8852**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2013** or
► ☐ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 40,000.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 30,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 10,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE COUSINS FOUNDATION, INC.	58-6043765
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	3445 PEACHTREE ROAD, SUITE 175	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ATLANTA, GA 30326	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

LAURA WHITAKER

- The books are in the care of **3445 PEACHTREE RD, STE 175 - ATLANTA, GA 30326**
Telephone No **404-233-4339** Fax No. **404-233-8852**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	40,000.
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	40,000.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title

Date